

EXHIBIT 12

From: Fahey, William [william.fahey@veolia.com]
Sent: Friday, February 13, 2015 5:13 PM
To: Joseph Nasuta
CC: Kevin Hagerty
Subject: Re: Flint

Just make sure we have go back to Detroit water as a very low risk scenerio. If you factor in the O & M and long term capex.

Let's talk about this, just me you and kevin.

On Feb 13, 2015 5:03 PM, "Nasuta, Joseph" <joseph.nasuta@veolia.com> wrote:

Just talked with Marvin. BD is driving this and Marvin thinks Rob N is now looking at doing a Power Point presentation sometime next week based on what he and Theping have found this week. Marvin and Theping are there next week doing TOC profile through the plant and jar testing on various treatment schemes. Both of my guys are saying that there is not process control and poor operations are the issue. They plan to only do a report of the results of their jar tests. Not sure what BD is trying to sell. Marvin thinks there will only be a Power Point presentation to Flint by BD and no long technical reporting.

I understand what Bill is saying and we always try to be technical and not political. Both Marvin and I said "what about Detroit" when this came up but I understand BD (Rob N and David G) is saying it will not have any impact. Here is a bit from what Theping said regarding what is happening there:

- it was made clear by the City during our first kickoff phone call that reconnecting to DWSD (as an interim method) is not an option. The reason often cited is \$12M/yr additional cost.
- The City has invested about \$48M in upgrades for the WTP to treat the river water since 2000. The City has been on the path of treating its own water for long time. The breakup with DWSD was not amiable, and City officials have resisted the calls from some council members and residents to reconnect to DWSD water. It becomes both political and financial issues.
- famous activist Erin Brockovich sent a "water expert" to participate in a protest tomorrow in Flint, and he is touring the plant with Mayor today. He has already said prior to arrival that "the Flint problem is fixable with tweaks", most likely after learning Veolia is on board.
- our scope includes recommendation for operation and process improvement. There will be price tags associated with some of the process improvements which may aid the City to make decision if it wants to reconnect.

Based on my conversation with Marvin, the plant is capable of treating the water if run correctly and with a few changes, Flint has no intention of going back to DWSD due to the money invested in their water plant to date and the cost of buying water, and in two years they will be on Lake Huron water which will eliminate the TOC issues they are now facing. So we will most likely not end up with a long term O&M but I'm not sure what is being sold to Flint other than this short consulting job.

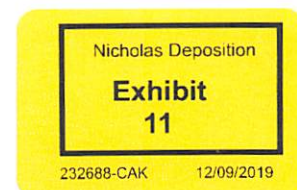
Joe

On Fri, Feb 13, 2015 at 12:41 PM, Kevin Hagerty <kevin.hagerty@veolia.com> wrote:

Understood.

Joe - When is the report going to be generated for this project?

From: Fahey, William [mailto:william.fahey@veolia.com]
Sent: Friday, February 13, 2015 2:25 PM
To: Hagerty, Kevin; Joseph Nasuta
Subject: Flint



Kevin:

On the Flint MI project that Marvin is working on. If the best "technical decision is to go back to the City of Detroit as its supplier" we should not be afraid to make that call. Just make sure that the politics of this should not get in the way of making the best recommendation.

Bill Fahey

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